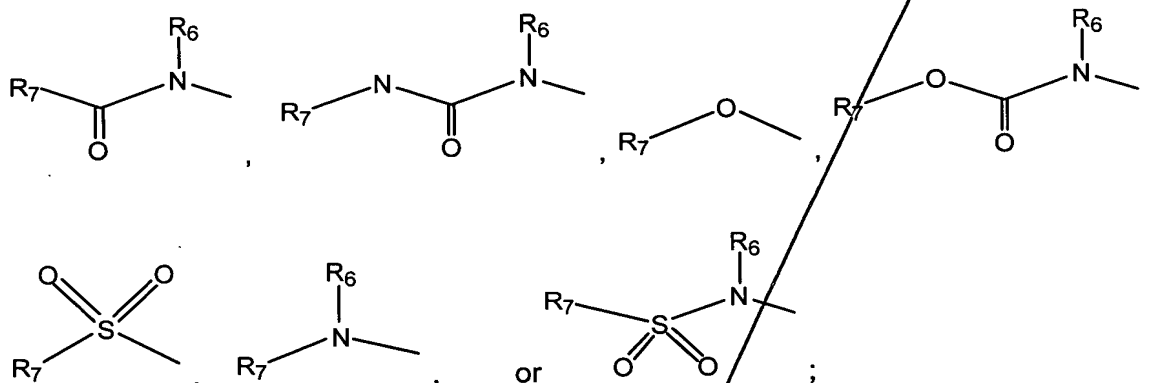


optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -NO₂, -NH₂, -CN, -CF₃, or -OH;
or a moiety of the formulae:



R₆ is selected from H, C₁-C₆ alkyl, C₁-C₆ alkoxy, -C(O)CH₃, phenyl, -O-phenyl, benzyl, -O-benzyl, the phenyl and benzyl rings of these groups being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -NO₂, -NH₂, -CN, -CF₃, or -OH;

R₇ is selected from -(CH₂)_n-COOH, -(CH₂)_n-N-(C₁-C₆ alkyl)₂, -(CH₂)_n-NH-(C₁-C₆ alkyl), -CF₃, C₁-C₆ alkyl, C₃-C₅ cycloalkyl, C₁-C₆ alkoxy, -NH-(C₁-C₆ alkyl), -N-(C₁-C₆ alkyl)₂, pyridinyl, thienyl, furyl, pyrrolyl, quinolyl, (CH₂)_nphenyl, phenyl, -O-phenyl, benzyl, -O-benzyl, adamantyl, or morpholinyl, -(CH₂)_n-phenyl-O-phenyl, -(CH₂)_n-phenyl-CH₂-phenyl, -(CH₂)_n-O-phenyl-CH₂-phenyl, -(CH₂)_n-phenyl-(O-CH₂-phenyl)₂, the rings of these groups being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -NH₂, -NO₂, -CF₃, CO₂H, or -OH;

R₂ is selected from H, halogen, -CF₃, -OH, -C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -CHO, -CN, -NO₂, -NH₂, -NH-C₁-C₆ alkyl, -N(C₁-C₆ alkyl)₂, -N-SO₂-C₁-C₆ alkyl, or -SO₂-C₁-C₆ alkyl;

R₃ is selected from H, -CF₃, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, C₃-C₁₀ cycloalkyl, -C₁-C₆ alkyl, -C₃-C₁₀ cycloalkyl, -CHO, halogen, (CH₂)_nC(O)NH₂ or a moiety of the formula -L¹-M¹:

L¹ indicates a linking or bridging group of the formulae -(CH₂)_n-, -S-, -O-,

$-\text{C}(\text{O})-$, $-(\text{CH}_2)_n-\text{C}(\text{O})-$, $-(\text{CH}_2)_n-\text{C}(\text{O})-(\text{CH}_2)_n-$, $-(\text{CH}_2)_n-\text{O}-(\text{CH}_2)_n-$, or $-(\text{CH}_2)_n-\text{S}-(\text{CH}_2)_n-$, $\text{C}(\text{O})\text{C}(\text{O})\text{X}$, $-(\text{CH}_2)_n-\text{N}-(\text{CH}_2)_n-$;

M^1 is selected from the group consisting of:

a) H, C_1-C_6 lower alkyl, C_1-C_6 lower alkoxy, C_3-C_{10} cycloalkyl, phenyl, and benzyl, the cycloalkyl, phenyl and benzyl rings being optionally substituted by from 1 to 3 substituents selected from halogen, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, and $-\text{CF}_3$, with the proviso that M^1 cannot be H when L^1 is $-\text{O}-$;

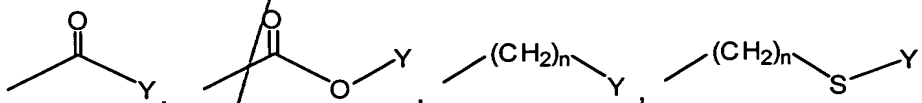
b) a five-membered heterocyclic ring containing one or two ring heteroatoms selected from N, S or O, the five-membered heterocyclic ring being optionally substituted by from 1 to 3 substituents selected from halogen, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, or $-\text{CF}_3$;

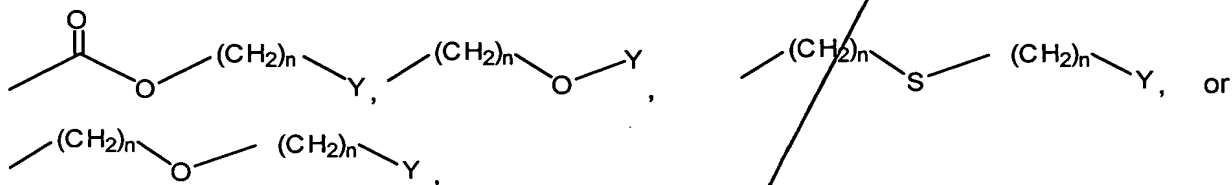
c) a six-membered heterocyclic ring containing one, two or three ring heteroatoms selected from N, S or O, the six-membered heterocyclic ring being optionally substituted by from 1 to 3 substituents selected from halogen, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, $-\text{CHO}$, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, $-\text{CF}_3$ or $-\text{OH}$; and

d) a bicyclic ring moiety containing from 8 to 10 ring atoms and optionally containing from 1 to 3 ring heteroatoms selected from N, S or O, the bicyclic ring moiety being optionally substituted by from 1 to 3 substituents selected from halogen, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, $-\text{CHO}$, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, $-\text{CF}_3$ or $-\text{OH}$;

R_4 is selected from the group of C_1-C_6 lower alkyl, C_1-C_6 lower alkoxy, $-(\text{CH}_2)_n-\text{C}_3-\text{C}_6$ cycloalkyl, $-(\text{CH}_2)_n-\text{S}-(\text{CH}_2)_n-\text{C}_3-\text{C}_5$ cycloalkyl, $-(\text{CH}_2)_n-\text{O}-(\text{CH}_2)_n-\text{C}_3-\text{C}_5$ cycloalkyl, or the groups of:

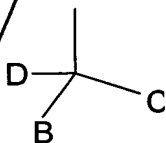
a) $-(\text{CH}_2)_n$ -phenyl-O-phenyl, $-(\text{CH}_2)_n$ -phenyl- CH_2 -phenyl, $-(\text{CH}_2)_n$ -O-phenyl- CH_2 -phenyl, $-(\text{CH}_2)_n$ -phenyl- $(\text{O}-\text{CH}_2\text{-phenyl})_2$, or a moiety of the formulae:





wherein n is independently selected in each appearance as an integer from 0 to 3, Y is C₃-C₅ cycloalkyl, phenyl, benzyl, naphthyl, pyridinyl, quinolyl, furyl, thienyl or pyrrolyl; rings of these groups being optionally substituted by from 1 to 3 substituents selected from H, halogen, -CF₃, -OH, -C₁-C₆ alkyl, C₁-C₆ alkoxy, -NH₂, -NO₂ or a five membered heterocyclic ring containing one heteroatom selected from N, S, or O; or

b) a moiety of the formulae $\text{---}(\text{CH}_2)_n\text{---A}$, $\text{---}(\text{CH}_2)_n\text{---S---A}$, or $\text{---}(\text{CH}_2)_n\text{---O---A}$, wherein A is the moiety:

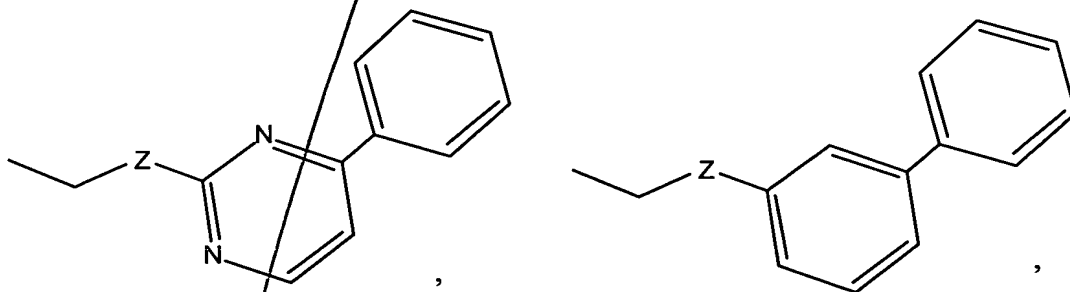


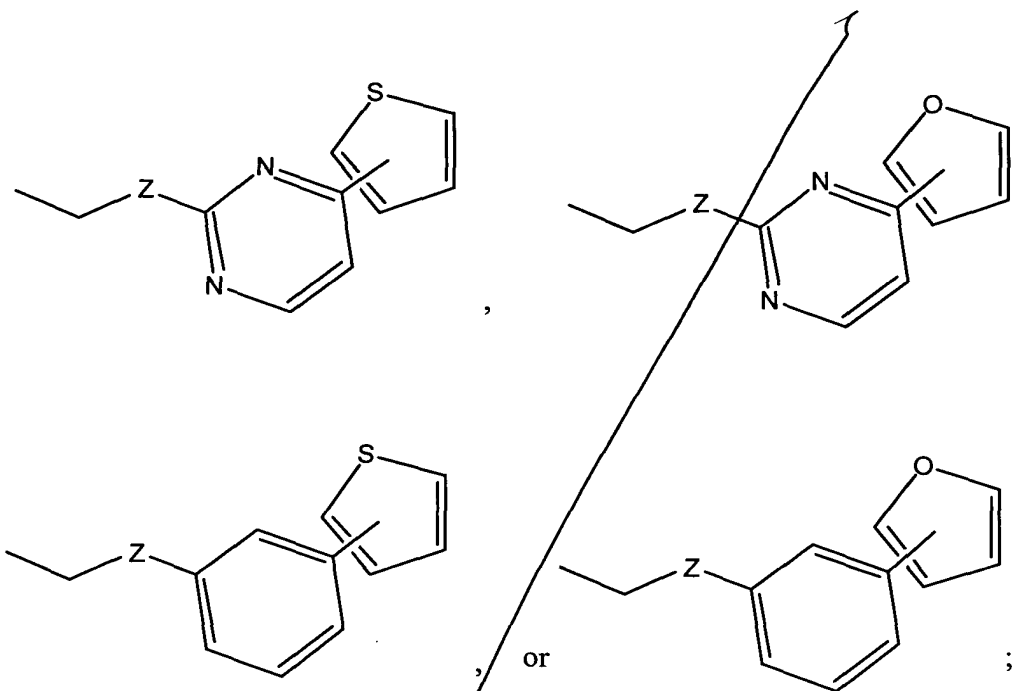
wherein

D is H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, or -CF₃;

B and C are independently selected from phenyl, pyridinyl, furyl, thienyl, pyrimidinyl or pyrrolyl groups, each optionally substituted by from 1 to 3, substituents selected from H, halogen, -CF₃, -OH, -C₁-C₆ alkyl, C₁-C₆ alkoxy, or -NO₂; or

c) a moiety of the formulae:





wherein Z is O or S and the phenyl and pyrimidinyl rings of each moiety are optionally and independently substituted by from 1 to 3 substituents selected from halogen, $-\text{CF}_3$, $-\text{OH}$, $-\text{C}_1\text{-C}_6$ alkyl, $\text{C}_1\text{-C}_6$ alkoxy, $-\text{NH}_2$, or $-\text{NO}_2$; or

d) a moiety of the formula $-\text{L}^2\text{-M}^2$, wherein:

L^2 indicates a linking or bridging group of the formulae $-(\text{CH}_2)_n-$, $-\text{S}-$, $-\text{O}-$, $-\text{SO}_2-$, $-\text{C}(\text{O})-$, $-(\text{CH}_2)_n\text{-C}(\text{O})-$, $-(\text{CH}_2)_n\text{-C}(\text{O})\text{-(CH}_2)_n-$, $-(\text{CH}_2)_n\text{-O-(CH}_2)_n-$, or $-(\text{CH}_2)_n\text{-S-(CH}_2)_n-$, $-\text{C}(\text{O})\text{C}(\text{O})\text{X}$;

where X = O, N

M^2 is selected from the group of $\text{C}_1\text{-C}_6$ lower alkyl, $\text{C}_1\text{-C}_6$ lower alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, phenyl or benzyl, the cycloalkyl, phenyl or benzyl rings being optionally substituted by from 1 to 3 substituents selected from halogen, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, or $-\text{CF}_3$; or

i) a five-membered heterocyclic ring containing one or two ring heteroatoms selected from N, S or O, the five-membered heterocyclic ring being optionally substituted by from 1 to 3 substituents selected from halogen, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $-\text{NO}_2$, $-\text{NH}_2$, $-\text{CN}$, or $-\text{CF}_3$; or

ii) a six-membered heterocyclic ring containing one, two or three ring heteroatoms selected from N, S or O, the six-membered heterocyclic ring being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -CHO, -NO₂, -NH₂, -CN, -CF₃ or -OH; or

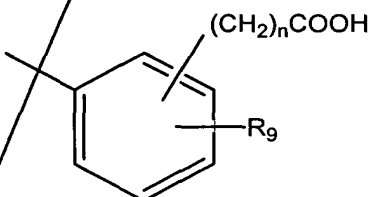
iii) a bicyclic ring moiety containing from 8 to 10 ring atoms and optionally containing from 1 to 3 ring heteroatoms selected from N, S or O, the bicyclic ring moiety being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -CHO, -NO₂, -NH₂, -CN, -CF₃ or -OH;

n is an integer from 0 to 3;

R₅ is a moiety selected from the formulae -L³-M³

wherein L³ is a bridging or linking moiety selected from a chemical bond, -(CH₂)_n-, -S-, -O-, -SO₂-, -C(O)-, -(CH₂)_n-C(O)-, -(CH₂)_n-C(O)-(CH₂)_n-, -(CH₂)_n-O-(CH₂)_n-, -(CH₂)_n-S-(CH₂)_n-, -C(Z)-N(R₆)-, -C(Z)-N(R₆)-(CH₂)_n-, -C(O)-C(Z)-N(R₆)-, -C(O)-C(Z)-N(R₆)-(CH₂)_n-, -C(Z)-NH-SO₂-, -C(Z)-NH-SO₂-(CH₂)_n-, -(CH₂)_n-S-(CH₂)_n-, -(CH₂)_n-SO-(CH₂)_n-, -(CH₂)_n-SO₂-(CH₂)_n-, or -(CH₂)_n-CH=CH-(CH₂)_n-O-;

M³ is



and n is an integer from 0 to 3;

R₉ is selected from H, halogen, -CF₃, -OH, -COOH, -(CH₂)_n-COOH, -(CH₂)_n-C(O)-COOH, -C₁-C₆ alkyl, -O-C₁-C₆ alkyl, -NH(C₁-C₆ alkyl), or -N(C₁-C₆ alkyl)₂;

n is an integer from 0 to 3;

or a pharmaceutically acceptable salt thereof.

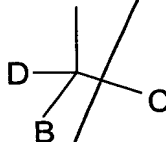
2 (Twice Amended). A compound of Claim 1 wherein:

R₁ and R₁' are independently selected from H, halogen, -CF₃, -OH, -C₁-C₁₀ alkyl, -S-C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -CN, -NO₂, -NH₂, -HN(C₁-C₆), -N(C₁-C₆)₂, phenyl, -O-phenyl, -S-

phenyl, benzyl, -O-benzyl, or -S-benzyl, the phenyl and benzyl rings of these groups being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -NO₂, -NH₂, -CN, -CF₃, or -OH;

M¹ is selected from: H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, C₃-C₁₀ cycloalkyl, phenyl and benzyl, the cycloalkyl, phenyl and benzyl rings being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -NO₂, -NH₂, -CN, and -CF₃, with the proviso that M¹ cannot be H when L¹ is -O-;

R₄ is a moiety of the formulae -(CH₂)_n-A, -(CH₂)_n-S-A, or -(CH₂)_n-O-A, wherein A is the moiety:



wherein

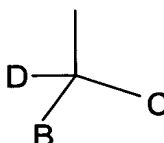
D is H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, or -CF₃;

B and C are independently selected from phenyl, pyridinyl, furyl, thienyl, pyrimidinyl or pyrrolyl groups, each optionally substituted by from 1 to 3 substituents selected from H, halogen, -CF₃, -OH, -C₁-C₆ alkyl, C₁-C₆ alkoxy, or -NO₂; or a pharmaceutically acceptable salt thereof.

4 (Twice Amended). A compound of Claim 1 wherein:

R₄ is selected from the group of C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, -(CH₂)_n-C₃-C₆ cycloalkyl, -(CH₂)_n-S-(CH₂)_n-C₃-C₅ cycloalkyl, -(CH₂)_n-O-(CH₂)_n-C₃-C₅ cycloalkyl, or the groups of:

a) a moiety of the formulae -(CH₂)_n-A, -(CH₂)_n-S-A, or -(CH₂)_n-O-A, wherein A is the moiety:



wherein

D is H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, or -CF₃;

B and C are independently selected from phenyl, pyridinyl, furyl, thienyl, pyrimidinyl or pyrrolyl groups, each optionally substituted by from 1 to 3, substituents selected from H, halogen, -CF₃, -OH, -C₁-C₆ alkyl, C₁-C₆ alkoxy, or -NO₂; or

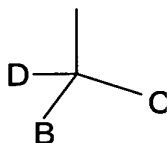
b) a moiety of the formula -L²-M², wherein L² and M² are as defined in claim 1;

or a pharmaceutically acceptable salt thereof.

5 (Twice Amended). A compound of Claim 1 wherein:

R₁ is H;

R₄ is selected from the group of C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, -(CH₂)_n-C₃-C₆ cycloalkyl, -(CH₂)_n-S-(CH₂)_n-C₃-C₅ cycloalkyl, -(CH₂)_n-O-(CH₂)_n-C₃-C₅ cycloalkyl, or a moiety of the formulae -(CH₂)_n-A, -(CH₂)_n-S-A, or -(CH₂)_n-O-A, wherein A is the moiety:



wherein

D is H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, or -CF₃;

B and C are independently selected from phenyl, pyridinyl, furyl, thienyl, pyrimidinyl or pyrrolyl groups, each optionally substituted by from 1 to 3, substituents selected from H, halogen, -CF₃, -OH, -C₁-C₆ alkyl, C₁-C₆ alkoxy, or -NO₂;

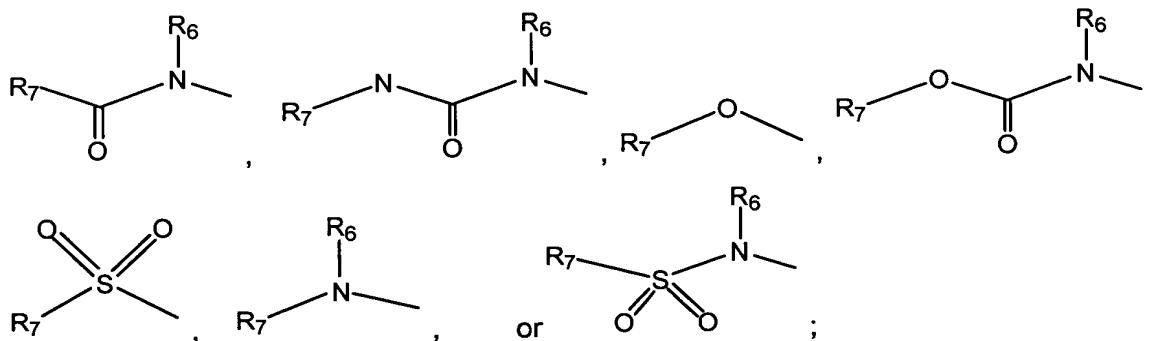
or a pharmaceutically acceptable salt thereof.

6 (Twice Amended). A compound of Claim 1 wherein:

R₁ is selected from H, halogen, -CF₃, -OH, -C₁-C₁₀ alkyl, -S-C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -CN, -NO₂, -NH₂, -HN(C₁-C₆), -N(C₁-C₆)₂, phenyl, -O-phenyl, -S-phenyl, benzyl, -O-benzyl, -S-benzyl, the phenyl and benzyl rings of these groups being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₆ alkyl, C₁-C₆ alkoxy, -NO₂, -NH₂, -CN, -CF₃, or -OH;

or R₁ and R₁ are independently a moiety of the formulae:

or a moiety of the formulae:



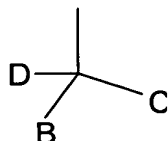
R₆ and R₇ are as defined in claim 1;

R₃ is selected from H, -CF₃, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, C₃-C₁₀ cycloalkyl, -C₁-C₆ alkyl, -C₃-C₁₀ cycloalkyl, -CHO, halogen, (CH₂)_nC(O)NH₂ or a moiety of the formula -L¹-M¹:

L¹ indicates a linking or bridging group of the formulae -(CH₂)_n-, -C(O)-, -(CH₂)_n-C(O)-, -(CH₂)_n-C(O)-(CH₂)_n-, -(CH₂)_n-O-(CH₂)_n-, or -(CH₂)_n-S-(CH₂)_n-, C(O)C(O)X, -(CH₂)_n-N-(CH₂)_n;

M¹ is selected from H, the group of C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, C₃-C₁₀ cycloalkyl, phenyl or benzyl, the cycloalkyl, phenyl or benzyl rings being optionally substituted by from 1 to 3 substituents selected from halogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, -NO₂, -NH₂, -CN, or -CF₃;

R₄ is selected from the group of C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, -(CH₂)_n-C₃-C₆ cycloalkyl, -(CH₂)_n-S-(CH₂)_n-C₃-C₅ cycloalkyl, -(CH₂)_n-O-(CH₂)_n-C₃-C₅ cycloalkyl, or a moiety of the formulae -(CH₂)_n-A, -(CH₂)_n-S-A, or -(CH₂)_n-O-A, wherein A is the moiety:



wherein

D is H, C₁-C₆ lower alkyl, C₁-C₆ lower alkoxy, or -CF₃;